

# FIRST UNION RAIL

One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Tel 847.318.7575  
Fax 847.318.7588

RECORDATION NO.

22767-<sup>1</sup>FILED

MAY 10 '05

12-46 PM

SURFACE TRANSPORTATION BOARD



VIA UPS 2<sup>nd</sup> DAY AIR

May 5, 2005

Mr. Vernon E. Williams  
Surface Transportation Board  
1925 K Street, N.W., Room 704  
Washington, DC 20423-0001  
Attn: Recordation of Railroad Equipment

**Re: Memorandum of Lease Agreement**

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement, dated February 1, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Commission under Recordation Number 22767.

The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation  
One O'Hare Center  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Lessee: Technisand, Inc.  
3450 E. 2056<sup>th</sup> Road  
Wedron, IL 60557

A description of the railroad equipment covered by the enclosed document is fifteen (15) 3000 cu. ft. covered hopper cars, with NDYX marks (see Exhibit A for car numbers).

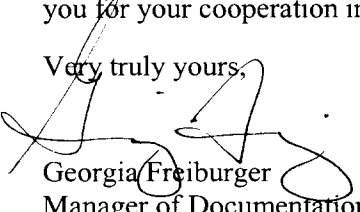
A short summary of the document to appear in the index follows:

Memorandum of Lease

Also enclosed is a check in the amount of \$32.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5387. Thank you for your cooperation in this matter.

Very truly yours,

  
Georgia Freiburger  
Manager of Documentation

Enclosures

(TECH028)

MAY 10 '05

12:46 PM

ASSGN. NO.: TECH028

## MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this 1<sup>st</sup> day of February, 2005, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Technisand, Inc. ("Lessee"), a Delaware corporation.

**WITNESSETH:**

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of October 23, 1997, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 26 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of January, 2005 and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

**LESSOR:**

FIRST UNION RAIL CORPORATION

ATTEST:

By: [Signature]  
Name: K.A. Dombrowski

By: [Signature]Name: RICHARD F. SEYMOUR  
Vice President Sales & Marketing

Title: \_\_\_\_\_

Title: DIRECTOR OF DOCUMENTATION Executed on this 1<sup>st</sup> day of February, 2005.

[CORPORATE SEAL]

STATE OF ILLINOISCOUNTY OF COOK

I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 1<sup>st</sup> day of February, 2005.[Signature]  
Notary Public

My Commission Expires:

5-2008  
(Notary Public)

LESSEE:

TECHNISAND, INC.

By: Thomas Mitropoulos

Name: Thomas Mitropoulos

Title: VP Transportation

ATTEST:

By: Lisa Jackson

Name: Lisa Jackson

Title: Admin. Asst.

Executed on this 24<sup>th</sup> day of January, 2005.

[CORPORATE SEAL]



STATE OF Illinois

COUNTY OF LaSalle

I, Michelle Ortega, a Notary Public of the County and State aforesaid, certify that Tom Mitropoulos personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this January 24 day of January 24, 2005.

Michelle Ortega  
Notary Public

Commission Expires:

4-30-08  
(Notary Public)

NDYX	298104
NDYX	298108
NDYX	298130
NDYX	298131
NDYX	298134
NDYX	298162
NDYX	298165
NDYX	298190
NDYX	298195
NDYX	298201
NDYX	298202
NDYX	298204
NDYX	298205
NDYX	298267
NDYX	298298